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SUSAN BITTER SMITH



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ARIZONA CORPORATION COMMISSION

2014 APR 29 P 3:40

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To: Docket Control  
Arizona Corporation Commission

From: Office of Commissioner Brenda Burns

Date: April 29, 2014

RE: (Docket No. W-03514A-13-0111 & W-03514A-13-0142)

ORIGINAL

*In the Matter of the Application of Payson Water Company, Inc., for a Determination of the Fair Value of its Utility Plants and Property and for Increases in its Water Rates and Charges for Utility Service Based Thereon.*

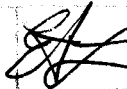
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Commissioner Brenda Burns' office has received the attached correspondence regarding this docket. These items have been docketed in this case, provided to all parties of record in Docket No. W-03514A-13-0111, and forwarded to the Commission's Consumer Services Section.

Arizona Corporation Commission

DOCKETED

APR 29 2014

DOCKETED BY 

Original and thirteen (13) copies of  
the foregoing filed this 29<sup>th</sup> day of  
April, 2014, with:

Docket Control  
Arizona Corporation Commission  
1200 West Washington Street  
Phoenix, Arizona 85007

Copies of the foregoing mailed/hand-delivered  
this 29<sup>th</sup> day of April, 2014, to:

Jay Shapiro  
FENNEMORE CRAIG, P.C.  
2394 East Camelback Road, Suite 600  
Phoenix, Arizona 85016  
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Payson, Arizona 85541

Suzanne Nee  
2051 East Aspen Drive  
Tempe, Arizona 85282

Glynn Ross  
405 South Ponderosa  
Payson, Arizona 85541

Steve Olea  
Arizona Corporation Commission  
1200 West Washington Street  
Phoenix, Arizona 85007

## Thomas Galvin

---

**From:** Suzanne Nee <suzannenee.16@gmail.com>  
**Sent:** Saturday, April 26, 2014 10:03 AM  
**To:** Thomas Galvin  
**Subject:** Member-managed Vs Manager-managed  
**Attachments:** Screen shot 2014-04-26 at 9.12.00 AM.png; Screen shot 2014-04-26 at 9.12.00 AM.png

Mr. Galvin:

I am not sure if this is your email address, I am hoping it is.

I have a question for you involving Jason Williamson and his relationship to Payson Water Co. PWC's Principal shareholder is JW Water Holdings, LLC.

When I look up the Registration on the ACC site of JW Water Holdings, LLC, Jason Williamson has selected the box of JW Water Holdings, LLC being Manager-managed as opposed to being Member-managed.

He did the same thing registering JW Water Holdings in Colorado. He signed the registration form as Manager managed. This form says that there must be at least one Member, but it does not say who that is.

I fear from a comment Mr. Shapiro made footnote 24 of one of his documents, something like, if this rate increase does not go through, this company is in such poor financial condition, it may revert back to its previous owner. (I can find that document # for you if you want.)

Isn't it true, if Jason Williamson did indeed own the stock of PWC, he should have filled out both forms as "Member-managed"?

I think this is all another scheme to hide Hardcastle from having to testify.

You have a law degree, I asked Mr. Amezcua from the Utility Division and his replay was, "I think this was covered during the hearing."



Thanks for your opinion on this matter.

Kind regards,

Sue Nee

(602)451-0693

# Arizona Corporation Commission



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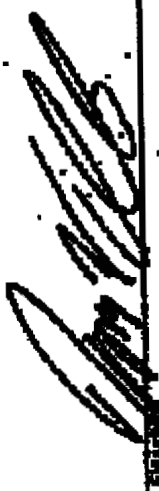
200 %

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## 13. SIGNATURE

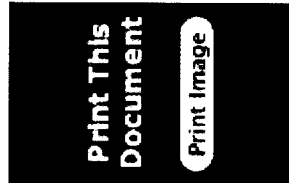
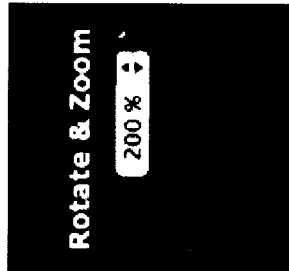
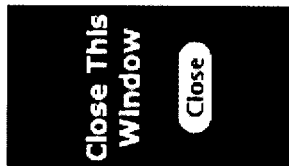
By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

 ☒ I ACCEPT  
Jason Williamson, Manager  
6/6/2013

REQUIRED - check only one and fill in the corresponding blank if signing for an entity

<input checked="" type="checkbox"/> I am the individual Manager of this manager-managed LLC or I am signing for an entity manager named:	<input type="checkbox"/> I am a Member of this member-managed LLC or I am signing for an entity member named:	<input type="checkbox"/> I am a duly authorized agent for this LLC:
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# Arizona Corporation Commission



## 13. SIGNATURE

By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

☒ I ACCEPT

Jason Williamson, Manager

6/6/2013

REQUIRED - check only one and fill in the corresponding blank if signing for an entity:

<input checked="" type="checkbox"/> I am the individual manager of this manager-managed LLC or I am signing for an entity manager named:	<input type="checkbox"/> I am a member of this member-managed LLC or I am signing for an entity member named:	<input type="checkbox"/> I am a duly authorized agent for this LLC.
--	---	---

## Thomas Galvin

---

**From:** Suzanne Nee <suzannenee.16@gmail.com>  
**Sent:** Sunday, April 27, 2014 10:18 PM  
**To:** Thomas Galvin  
**Subject:** Re: Member-managed Vs Manager-managed  
**Attachments:** Screen shot 2014-04-27 at 9.46.24 PM.png; Screen shot 2014-04-27 at 9.59.35 PM.png; Screen shot 2014-04-27 at 9.59.56 PM.png

Jason Williamson did not fill out either box of being 20% or more Member or JW Water or being a less than 20% Member. This form is supposed to include all Members who own 20% or more of the profits or capital of this LLC. It doesn't list any Members. There has to be someone that owns JW Water.

I also noticed that Robert T. Hardcastle formed an LLC in Colorado on June 4, 2013 with a Member managed structure. I would bet you \$100 he is the Member who owns JW Water.

Can we get a subpoena to see who is/are the Members of JW Water Holdings, LLC? It isn't Jason Williamson according to the Arizona Foreign Registration he is the Manager, not an owner.

Thank you for your guidance.

Sincerely,  
Suzanne Nee  
(602)451-0693

On Sat, Apr 26, 2014 at 10:03 AM, Suzanne Nee <[suzannenee.16@gmail.com](mailto:suzannenee.16@gmail.com)> wrote:  
Mr. Galvin:

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Sue Nee

(602)451-0693







Document must be filed electronically.  
Paper documents are not accepted.  
Fees & forms are subject to change.  
For more information or to print copies  
of filed documents, visit [www.sos.state.co.us](http://www.sos.state.co.us).

Colorado Secretary of State  
Date and Time: 06/04/2013 06:13 PM  
ID Number: 20131336386  
Document number: 20131336386  
Amount Paid: \$50.00

ABOVE SPACE FOR OFFICE USE ONLY

Articles of Organization  
filed pursuant to § 7-80-203 and § 7-80-204 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name of the limited liability company is

**Robert T. Hardcastle, LLC**

*(The name of a limited liability company must contain the term or abbreviation "limited liability company", "ltd. liability company", "limited liability co.", "ltd. liability co.", "limited", "l.c.", "llc", or "ltd." See §7-90-601, C.R.S.)*

*(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)*

2. The principal office address of the limited liability company's initial principal office is

Street address

**8910 Fox Drive No. 18**

*(Street number and name)*

**Thornton**

*(City)*

**CO**

*(State)*

**80260**

*(ZIP/Postal Code)*

**United States**

*(Country)*

*(Province - if applicable)*

Mailing address

*(Leave blank if same as street address)*

*(Street number and name or Post Office Box information)*

*(City)*

*(State)*

*(ZIP/Postal Code)*

4. The true name and mailing address of the person forming the limited liability company are

Name  
(if an individual)  
Hardcastle Robert T.  
(Last) (First) (Middle) (Suffix)  
or  
(if an entity)  
(Caution: Do not provide both an individual and an entity name.)

Mailing address  
8910 Fox Drive No. 18  
(Street number and name or Post Office Box information)

Thornton CO 80260  
(City) (State) (ZIP/Postal Code)  
United States  
(Province if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

☐ The limited liability company has one or more additional persons forming the limited liability company and the name and mailing address of each such person are stated in an attachment.

5. The management of the limited liability company is vested in

(Mark the applicable box.)

☐ one or more managers.

or

☒ the members.

6. (If the following statement is adopted by marking the box.)

☒ There is at least one member of the limited liability company.

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

☐ This document contains additional information as provided by law.

8. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)